Supreme Court, U.S.
FILED
OCT 17 1985
JOSEPH F. SPANIOL, JR.
CLERK

IN THE
SUPREME COURT OF THE UNITED STATES
October Term, 1985

No. 85-597

TYPHOON CAR WASH, INC.,

Petitioner,

v.

MOBIL OIL CORPORATION,

Respondent.

ON PETITION FOR A WRIT OF CERTIORARI TO
THE TEMPORARY EMERGENCY COURT OF APPEALS

BRIEF FOR THE RESPONDENT IN OPPOSITION

Thomas R. Trowbridge III
DONOVAN LEISURE NEWTON & IRVINE
30 Rockefeller Plaza
New York, New York 10112
(212) 307-4242

Counsel for Respondent
Mobil Oil Corporation

BEST AVAILABLE COPY

35 pp

TABLE OF CONTENTS

	Page
QUESTION PRESENTED.	1
STATEMENT OF THE CASE	2
THE APPLICABLE LAW.	3
The Price Regulations.	3
The Robinson-Patman Act.	6
THE PROCEEDINGS BELOW	10
REASONS FOR DENYING THE PETITION. . .	13
I. The Issue Sought To Be Reviewed Has No Immediate Importance Beyond The Particular Circumstances Of This Case	13
II. TECA Did Not Err In Finding That The Competitive Allowance Was Properly Withdrawn. . .	15
CONCLUSION.	19

TABLE OF AUTHORITIES

Page

Cases:

Evanson v. Union Oil Co., [1974-80 Transfer Binder] Energy Mgmt. (CCH) ¶26,158 (D. Minn. 1979) 18

Inter City Oil Co. v. Murphy Oil Corp., 1 Energy Mgmt. (CCH) ¶9,722 (D. Minn. 1976). 18

National Gerimedical Hospital & Gerontology Center v. Blue Cross of Kansas City, 452 U.S. 378 (1981). 18

Statutes:

Department of Energy Organization Act, Pub. L. No. 95-91, 91 Stat. 565 (1977). 8

Emergency Petroleum Allocation Act, former 15 U.S.C. §§ 751-760h (1976). 4

Robinson-Patman Act, 15 U.S.C.A. §§13-13B, 21a 7, 8

Regulations:

Former 10 C.F.R. §212.31 (1980) . . .5, 6

Former 10 C.F.R. §212.83 (1980) 5

TABLE OF AUTHORITIES

Page

Miscellaneous:

Executive Order No. 12,287, 46 Fed. Reg. 9,909 (1981) 5

Executive Order No. 12,009, 42 Fed. Reg. 46,267 (1977). 8

46 Fed. Reg. 20,508 (1981). 5

QUESTION PRESENTED

This case concerns the construction of repealed regulations promulgated by a defunct agency under statutory authority which has long since expired. The question presented by the petition is:

> Under the former petroleum product price control regulations, could a refiner withdraw a discount granted in response to a competing offer when (1) the discount was no longer justified by competitive conditions and (2) the discount did not reflect any costs saved by the refiner.

Following its own prior decisions on the issue, a unanimous panel of the Temporary Emergency Court of Appeals ("TECA") -- a court with special expertise in this area -- held that the discount was properly withdrawn.

STATEMENT OF THE CASE

The facts of the case are set forth in the opinion of the Court of Appeals./1 In brief, in October, 1977, respondent Mobil Oil Corporation ("Mobil") and petitioner Typhoon Car Wash, Inc. ("Typhoon") entered into a five-year agreement for the purchase and sale of gasoline at Typhoon's three car wash/ gasoline stations. App. at A-6-7. Mobil granted Typhoon a 2.25¢ per gallon competitive allowance in response to a similar offer from another company. Id. Mobil reserved the right to reduce or withdraw the allowance at any time upon notice. Id.

---

1 The text of the opinion appears at pages A-3-8aa of the Appendix to the Petition (hereinafter "App.") as revised. Pursuant to Sup. Ct. Rule 28.1, respondent's parent company, subsidiaries (except wholly owned subsidiaries) and affiliates are listed in the Appendix hereto.

The discount was continued until the summer of 1979, when gasoline shortages changed the competitive situation dramatically. App. at A-8a-8b. Mobil thereupon reduced the allowance to 1.75¢ per gallon and withdrew it entirely that fall. Id.

Typhoon instituted this action in April, 1980, claiming that Mobil violated the Emergency Petroleum Allocation Act, former 15 U.S.C. §§751-760h (1976) ("EPAA"),[2] by placing Typhoon in a class with other retailers and by withdrawing the competitive allowance.

THE APPLICABLE LAW

The Price Regulations

The applicable price regulations generally established a refiner's maximum

---

2 Authority to promulgate regulations or issue orders under the EPAA expired on September 30, 1981. 15 U.S.C. §760(g) (1976).

product price as its price on May 15, 1973, to a "class of purchaser" plus the amount by which product costs had increased since then. Former 10 C.F.R. §212.83 (1980)./3 A "class of purchaser" was defined as:

> Purchasers to whom a person has charged a comparable price for comparable property or service pursuant to customary price differentials between those purchasers and other purchasers.

Former 10 C.F.R. §212.31 (1980).

Thus, a class of purchaser consisted of all customers who were charged a comparable price which customarily differed from the price to other purchasers, based on certain

---

3 The President exempted crude oil and refined petroleum products from price and allocation regulations in January 1981. Exec. Order No. 12,287, 46 Fed. Reg. 9,909 (1981). That decontrol order was implemented by the Economic Regulatory Administration of the Department of Energy. 46 Fed. Reg. 20,508 (1981).

factors. Those factors were identified in the definition of the "customary price differentials" which separated classes of purchaser:

> A price distinction based on a discount, allowance, add-on, premium, and an extra based on a difference in volume, grade, quality, or location or type of purchaser, or a term or condition of sale or delivery.

Former 10 C.F.R. §212.31 (1980).

A principal purpose of the class of purchaser concept was to preserve the price distinctions which a refiner had historically made prior to controls. To that end, the regulations required the grouping of similarly situated customers into a class, for which a base price was established. Customers receiving discounts meeting the "customary price differential" definition had to be separately classified

and price distinctions between such classes had to be maintained. A discount which had been extended to meet the offer of a competitor was not a customary price differential and did not have to be preserved. See App. at A-8s, n.5.

The Robinson-Patman Act

By requiring the preservation of certain price differentials, the regulations were potentially in conflict with the price discrimination prohibition of the Robinson-Patman Act. 15 U.S.C.A. §§13-13b, 21a. That Act generally prohibits price distinctions, having a substantial anticompetitive effect, between different purchasers of the same product. 15 U.S.C.A. §13(a). An exception to this prohibition -- the "cost justification" defense -- provides:

> [N]othing herein contained shall prevent differentials which make only due allowance for differences in the cost of manufacture, sale or delivery resulting from the differing methods or quantities in which such commodities are to such purchasers sold or delivered . . .

15 U.S.C.A. §13(a).

The agency which administered the former petroleum product price controls was well aware that price distinctions which the regulations preserved might expose a company to liability under the Robinson-Patman Act. Accordingly, the Federal Energy Administration ("FEA")/4 stated in Ruling 1975-2 that its class of

---

4 Pursuant to the Department of Energy Organization Act, Pub. L. No. 95-91, 91 Stat. 565 (1977), implemented by Exec. Order No. 12,009, 42 Fed. Reg. 46,267 (1977), the EPAA authority previously exercised by the FEA was transferred to the Department of Energy.

purchaser regulations were to be construed as being consistent with that Act:

> FEA's class of purchaser requirements are intended to be and should be construed as being consistent with requirements of the Robinson-Patman Act. Thus, in determining whether a price differential in effect on May 15, 1973, was a customary differential which shall be maintained with respect to a class of purchaser, FEA will take into account whether the differential in question falls into one of the categories of differentials justified under the Robinson-Patman Act.

App. at A-142e-142f.

The FEA further harmonized its regulations with the Robinson-Patman Act in that Ruling by providing:

> If a price differential was justified under [the Robinson-Patman Act] because it reflected cost savings to the supplier and that differential is otherwise determined pursuant to FEA regulations to represent a 'customary' price

> differential, FEA would generally require that a class of purchaser be established to reflect that differential. . . (emphasis added)

Id.

The agency went on to state:

> If, however, a price differential can be justified only as a competitive discount under §2(b) [of the Robinson-Patman Act] (i.e., made in good faith to meet an actual lower bona fide offer or to offset a price war subsidy of a competitor), FEA will not require that a separate class of purchaser be established to reflect that differential.

Id.

Thus, in determining whether Typhoon's competitive allowance was "cost justified" and had to be preserved, the inquiry is straightforward: if faced with a claim that Mobil was unlawfully discriminating by granting a discount to Typhoon and not to another retailer, could Mobil have successfully defended by showing that

it cost less to supply Typhoon than it did to supply the other retailer?

THE PROCEEDINGS BELOW

Following discovery, the parties submitted summary judgment motions on stipulated facts to a United States Magistrate. In his initial report, the Magistrate noted that Typhoon and similar car wash operations received competitive allowances of between 2.25 and 3.0 cents per gallon on May 15, 1973. He also found that in 1973 the sales volume at car washes was substantially greater than at non-car wash stations. Additionally, the Magistrate noted that in 1973 it was significantly more expensive to build a station with a car wash than without one. He then concluded that the costs incident to car wash ownership, which Typhoon

incurred and which accounted at least in part for its high volume, constituted a cost savings to Mobil. Although the Magistrate recognized that the competitive allowance was granted in response to competing offers, he concluded that it was not solely competitive and therefore had to be maintained. See generally App. at A-9-55.

This recommendation was accepted by the District Court. Id. In reaching its decision, the court relied, almost exclusively, on an example (No. 7) in Ruling 1975-2. See App. at A-27-40. As to Mobil's concern that perpetuating the discount might expose it to potential liability under the Robinson-Patman Act, the court concluded that the later-enacted energy legislation preempted the antitrust laws. App. at A-36-37.

On appeal, TECA reversed, finding that there was no repugnancy between the antitrust laws and Ruling 1975-2 and therefore no preemption. App. at A-8p-8r. Turning to the question whether the competitive allowance was "cost justified," TECA noted that the cost of constructing, maintaining or owning a service station cannot be considered in determining whether a discount is cost justified. "Cost justification", the court found, refers to costs a supplier saved in supplying a particular customer, holding that the costs a customer incurred in building a car wash do not represent any cost savings to Mobil. App. at A-8v-8y. After TECA declined to reconsider its decision on rehearing, Typhoon sought review in this Court.

REASONS FOR DENYING THE PETITION

I.

The Issue Sought To Be Reviewed Has No Immediate Importance Beyond the Particular Circumstances of This Case

The decision below does not announce a novel rule of law, address an important question of first impression or implicate any of the considerations which normally warrant review by certiorari. See Sup. Ct. Rule 17. Typhoon does not claim otherwise, contending instead that review is appropriate simply because the decision was incorrect. TECA's decision, however, was founded on settled principles of law and does not warrant review for that reason as well.

Indeed, it would be difficult to conceive of a case less worthy of this Court's review. The regulations which

Typhoon claims Mobil violated were repealed more than four years ago and the statutory authority pursuant to which they were enacted expired shortly thereafter. See supra, notes 2, 3. The agency which administered the regulatory program during the relevant period -- the FEA -- has been substantially reorganized and is now the Department of Energy. See supra note 4. The shortages which gave rise to the price controls in the first place have long since passed. Finally, the principal issue presented -- whether Mobil's discount to Typhoon was cost-justified -- is fact specific. Thus, beyond its immediate effect on the parties, this case is but a relic of recent history.

II.

TECA Did Not Err in Finding That the Competitive Allowance Was Properly Withdrawn

Typhoon asserts that in deciding this case, the inquiry should begin and end with Example No. 7 in Ruling 1975-2, which Typhoon claims required Mobil to continue the competitive allowance. Typhoon wholly disregards Mobil's potential exposure under the Robinson-Patman Act for maintaining a price difference which was not cost justified, arguing that Ruling 1975-2 preempted the Robinson-Patman Act.

TECA properly rejected this argument. As TECA first noted, nothing in the EPAA's legislative history suggests a legislative intent to preempt the antitrust laws generally. Second, TECA declined to rule that the Robinson-Patman Act was

impliedly repealed, finding that the regulatory scheme and the antitrust laws were not irreconcilable. TECA's holding amply demonstrates the ease with which the two schemes may coexist and Ruling 1975-2 itself expressly incorporated the Robinson-Patman Act's standards. TECA found, moreover, that the competitive allowance was in fact competitive in nature and that there was no indication that the letters evidencing competitive offers were sham.

Finally, TECA turned to the District Court's holding that the discount was "cost justified", and therefore had to be continued, by virtue of investments made by Typhoon. Not surprisingly, TECA held that the "cost justification" for an allowance refers to the costs a supplier saved -- not those a customer incurred.

Typhoon seeks to characterize TECA's decision as disregarding this Court's decisions respecting the implied repeal of the antitrust laws, but that characterization is manifestly inaccurate. TECA recognized the principle that a pervasive regulatory scheme might impliedly repeal the antitrust laws. App. at A-8p-8q. TECA, however, followed this Court's teaching in National Gerimedical Hospital and Gerontology Center v. Blue Cross of Kansas City, 452 U.S. 378, 389 (1981), that "[t]he guiding principle [is] reconciliation of the two statutory schemes ...." App. at A-8q-8r. In advocating preemption rather than reconciliation here, it is Typhoon, not TECA, which ignores this Court's holdings.

Typhoon's heavy reliance on the decisions of Judge Larson in Evanson v.

Union Oil Co., [1974-80 Transfer Binder] Energy Mgmt. (CCH) ¶26,158 (D. Minn. 1979), and Inter City Oil Co. v. Murphy Oil Corp., 1 Energy Mgmt. (CCH) ¶9,722 (D. Minn. 1976), is also sorely misplaced. As TECA noted, those cases presented situations of potential repugnancy between the two regulatory schemes and are distinguishable on their facts. App at A-81-8p. TECA's failure to follow those district court holdings hardly warrants review by this Court.

TECA's decision was eminently correct and mandated by the plain language of the regulations, TECA's own prior decisions and those of this Court. The decision implicates a bygone regulatory scheme and the issue it presents cannot

recur. Nothing in the case merits this Court's review.

CONCLUSION

The petition should be denied.

Respectfully submitted,

Thomas R. Trowbridge III
DONOVAN LEISURE NEWTON & IRVINE
30 Rockefeller Plaza
New York, New York 10112
(212) 307-4242

Counsel for Respondent
Mobil Oil Corporation

APPENDIX

Mobil Oil Corporation is a wholly owned subsidiary of Mobil Corporation which is publicly held. Listed below are the affiliates and subsidiaries of Mobil Corporation, Mobil Oil Corporation, and their affiliates and subsidiaries which are or may be publicly held. For purposes of this list only companies in which a five percent (5%) or greater interest is held are considered.

NAME OF COMPANY

AB Djurgardsberg
Abu Dhabi Petroleum Company Limited
Ace Polymer Co., Ltd.
Adria-Wien Pipeline Gesellschaft m.b.H.
AIMCO (ALPHA) Shipping Company
AIMCO (Blasbjerg) Limited
AIMCO (OMEGA) Shipping Company Ltd.
Aircraft Fuel Supply B.V.
Airtankdienst Koln
AK Chemie GmbH
AK Chemie GmbH & Co KG
Akauma Rekisei Koygo Kabushiki Kaisha
Alexandroupolis Petroleum Installation S.A.
Allied Asphalts Limited
Alpa Alet Ve Dayanikli Tuketim Mamulleri Pazarlama A.S.
Altona Petrochemical Company Limited
Alyeska Pipeline Service Company
Ammenn GmbH
Ankara Gaz Satis Anonim Sirketi
Arabian American Oil Company
Arabian Energy Company Limited, The

Arabian International Maritime Company Limited
Arabian International Maritime Company
The Arabian Petroleum Supply Company (S.A.)
Arabian Shipping & Trading Company S.A.
Arabian Trading Company S.A.
Aral Aktiengesellschaft
A/S Fjellvegen
A/S Kongens Plass I
A/S Moretral
The Associated Octel Company Limited
Associated Octel Company (Plant) Limited
ATAS-Anadolu Tasfiyehanesi Anonim Sirketi
Atlas Sahara S.A.
Australian Synthetic Rubber Company Limited
Autobahn-Betriebe Gesellschaft m.b.H.
Aviation Fuel Services Limited
Aygaz Anonim Sirketi
B.V. Beheersmaatschappij MOBEM
Basrah Petroleum Company Limited
Bataan Refining Corporation
Bayerische Erdgasleitung GmbH
Bin Sulaiman Mobil Towers
Bayerische Mineral Industrie A.G.
Beer GmbH
Beer GmbH & Co. Mineralol-Vertriebs--KG
Bostadsrattsforeningen Basunen, Malmo
Bostadsrattsforeningen Forarsatet, Orby
Bostadsrattsforeningen Silverskatten, Trelleborg
Bostadsrattsforeningen Skepparegarden, Norrkoping
Brazos Heights Housing Incorporated
Brussels Airfuels Service S.A.
Buffalo River Improvement Corporation
Canner's Steam Company, Incorporated
Cansulex Limited
Canyon Reef Carriers, Inc.
Cartoenvases Valencia, S.A.
Carton de Colombia, S.A.

Carton de Venezuela, S.A.
Cartones Nationales, S.A.
Celmisia Shipping Corporation
Celulosa y Papel de Colombia, S.A.
Central African Petroleum Refineries (Pvt) Limited
Central Kagaku Kabushiki Kaisha
Cercera S.A.
Changi Airport Fuel Hydrant Installation Pte. Ltd.
Chuo Nenryo Gas Kabushiki Kaisha
Colombianos Distribuidores de Combustibles, S.A. (CODI)
Colombianos Forestadores, S.A.
Colonial Pipeline Company
Comet-Brennstoffdienst GmbH
Commercial Polymers Pty. Ltd.
Commodore Maritime Company, S.A.
Compagnie Africaine de Transport Cameroun
Compagnie D'Entreposage Communautaire
Compagnie Rhenane de Raffinage
Compania Colombiana de Empaques Bates, SSA
Compania Colombiana De Forestacion S.A.
Compania de Lubricants de Chile Limitada (Copec-Mobil Ltda.)
Compania Mexicana de Especialidades Industriales, S.A. de C.V.
Consortium Raymond Duez
Constructora Calle 70, S.A.
Cook Inlet Pipe Line Company
Corrugadora de Carton, S.A.
Cyprus Petroleum Refinery Limited
D. Muhlenbruch GmbH
D. Muhlenbruch GmbH & Co. KG
Dai Nippon Jushi K.K.
Dearborn Land Company
De. Ba. S.p.A.--Industria Petrolifero Deposito di Bari
Depot Petrolier du Mourepiane
Depot Petrolier du Gresivaudan

Depot de Petrole Cotiers
Depots Petroliers de La Corse (DPLC)
Deutsche Pentosin-Werke GmbH
Deutsche Transalpine Oelleitung GmbH
Dicomi S.r.l.
Dixie Pipeline Company
Drivmedelscentralen AB
Dukhan Services Company
East Japan Oil Development Company Ltd.
Eastern Lease Company Ltd.
East Texas Salt Water Disposal Company
Emoleum (Asphalts) Limited
Entrepot Petrolier de Chambery
Entrepot Petrolier de Dijon
Entrepot Petrolier de Mulhouse (E.P.M.)
Entrepot Petrolier de Nancy
Entreprise Jean Lefebvre
Erdgas-Verkaufs-Gesellschaft mbH
Erdoel-Lagergesellschaft mbH
Erdoel-Raffinerie Neustadt GmbH & Co. oHG
Erdoelbetrieb Reitbrook
Erdoelraffinerie Gesellschaft mbH in Liquidation
Establissments Bouthenet
Ets. Le Goff
Lts. R. Saillard
Faavang Autoverksted A/S
FACEL
Fairwind Maritime Company, S.A.
Falconbridge Limited
Felix Oil Company
Fibil, S.A.
Fibras Internacionales de Puerto Rico, Inc.
Filtros De Costa Rica S.A.
Finsbury Printing Limited
Fountain Garage (East Park) Ltd.
Fountain Garage (Meadowhead) Ltd.
Fountain Garage (Mercury) Ltd.
Fountain Garage (Newbury Park) Ltd.
Fountain Garage (Stirchley) Ltd.

Frome-Broken Hill Company Proprietary Limited
Fruehmesser Mineraloelhandels GmbH & Co. KG
Fruehmesser GmbH
Fuso Operations Kabushiki Kaisha
Futuro Enterprises (Christchurch) Ltd.
Futuro Homes (N.Z.) Ltd.
Gatwick Refueling Services Limited
Gaz Aletleri Anonim Sirketi
Geomines-Caen
Geovexin
Ghana Bunkering Services Limited
Goteborgs Branslesortering AB
Groupement Immobilier Petrolier G.I.P.
Groupement Petrolier Aviation G.P.A.
Groupement Petrolier De Brest (GPB)
Handelmaatschappij Hugenholtz & Co. B.V.
H. van der Heijden Service Stations B.V.
Heizoel-Handelsgesellschaft mbH
Hellas Gas Storage Company S.A.
Home Counties Petroleum Products Limited
Hormoz Petroleum Company
Hydranten-Betriebs-Gesellschaft, Flughafen Frankfurt
Imbert G. Distribution De Produits Petroliers
Immunizadoras Unidas, S.A.
Industria De Carbon Del Valle Cauca, S.A.
Industria Interamericana De Filtros Ltda. (INTERFIL)
Iranian Oil Participants Limited
Iranian Oil Services (Holdings) Limited
Iranian Oil Services Limited
Iraq Petroleum Company, Limited
Iraq Petroleum Pensions Limited
Iraq Petroleum Transport Company Limited
Iside, S.p.A.
Istanbul Petrol ve Makine Yaglari Limited Sirketi
Japan Airport Fueling Service Co. Limited

J.E.C.O.P.
K.K. Sankyo Plastics
K.K. Toresen
Kanto Kygnus Sekiyu Hambai K.K.
Kanto Oil Pipeline Co., Ltd.
Kawasaki Kygnus Sekiyu Hambai Kabushiki Kaisha
Keihin Kygnus Sekiyu Hambai Kabushiki Kaisha
Keiyo Sea-Berth Company, Limited
Kettleman North Dome Association
Klaus Koehn GmbH
Klaus Koehn GmbH & Co. Mineraloel KG
Kobe Port Service Kabushiki Kaisha
Kurt Ammenn GmbH & Co. K.G.
Kygnus Ekika Gas Kabushiki Kaisha
Kygnus Kosan Kabushiki Kaisha
Kygnus Sekiyu Kabushiki Kaisha
Kyokyto Petroleum Overseas, Ltd.
Kyokuto Sekiyu Kogyo Kabushiki Kaisha
Les Supermarches De Cote D'Ivoire
Likit Petrol Gazi ve Yakit Ticaret A.S.
Loba Chemie Gesellschaft mbh
Lubricantes del Sur, S.A.
Madeleine Mines Ltd.
Marcaux & Cie
Matco Tankers (U.K.) Limited
Maury Manufacturing Company, Inc.
McIntyre Mines Limited
McIntyre Mines (Australia) Pty. Ltd.
McIntyre Mines (Nevada) Ltd.
Mediterranean Refining Company
Meentzen & Franke GmbH & Co.
Mertl GmbH
Mobil Ami, S.A.
Mobil Atlas Sociedad Anonima de Capital Variable
Mobil Comercio, Industria e Servicos Ltda.
Mobil Gaz-Mobil Petrol Gazlari Anonim Sirketi

Mobil Korea Lube Oil Industries Inc.
Mobil Motor Rest AG
Mobil Nile Oil Company
Mobil Oil Gabon
Mobil Oil Ghana Limited
Mobil Oil Maroc
Mobil Oil Nigeria Limitd
Mobil Oil Nord-Africaine
Mosul Petroleum Company Limited
Motel Rest SA
Mt. Marrow Blue Metal Quarries Pty.
Near East Development Corporation
Neptune Bulk Terminals (Canada) Ltd.
New Zealand Refining Company Limited, The
New Zealand Synthetic Fuels Corp. Ltd.
New Zealand Synthetic Fuels (Housing) Corporation Limited
Nichimo Oil (Bermuda) Co., Ltd.
Nichimo Sekiyu Seisei Kabushiki Kaisha
Nippon Unicar Company Limited
Norddeutsche Erdgas-Aufbereitungs GmbH
Nordic Storage Company Ltd.
Nottingham Gas Limited
Nuova Europetrol S.p.A.
N.V. Rotterdam-Rijn Pijpleiding Maatschappij
N.V. Socony-Standard-Vacuum Oil Company
Occidental de Empaques, Ltda.
Octel Associates
Octel S.A.
Oilkol (Proprietary) Limited
Oil Service Company of Iran (Private Company)
Oldenburgische Erdoel Gesellschaft mit beschrankter Haftung
Olympic Pipe Line Company
Osage Pipe Line Company
P.T. Arun National Gas Liquefaction Company
P.T. Berau Coal
P.T. Stanvac Indonesia
Paloma Pipe Line Company

Pars Investment Corporation
P.6--Groep B.V.
Perretti Petroli S.p.A.
Petrocab
Petrogas Processing Ltd.
Petroleum Development (Cyprus) Limited
Petroleum Refineries (Australia) Proprietary Limited
Petroleum Services (Middle East) Limited
Petroleum Tankship Company Inc.
Petromin Lubricating Oil Company
Petromin Lubricating Oil Refining Company
Petromin-Mobil Yanbu Refinery Company Ltd.
Pipe Line Banal de La Goulette
Plegadizos para la Industria S.A.
Poly Oil Chimie (P.O.C.)
Qatar Petroleum Company Limited
Qualbank, Inc.
Rainbow Pipe Line Company, Ltd.
Reforestadora Andina, S.A.
Reforestadora del Cauca, S.A.
Rhodes Petroleum Installation S.A.
Rivers Court Estates, Limited
Rohol-Aufsuchungs Gesellschaft mbH
Samarco (Alpha) Shipping Company
Samarco (Beta) Shipping Company
Sanwa Kasei Kogyo Kabushiki Kaisha
Sarni S.p.A.
Saudia Arabian Maritime Company
Saudi Can Company, Ltd., The
Saudi Chemical Industries Company Limited
Saudi Maritime Company Ltd.
Saudi Tankers Limited
Saudi Yanbu Petrochemical Company
Schubert Kommanditgesellschaft
Segher de Mexico, S.A. de C.V.
Seibu Kygnus Sekiyu Hambai Kabushiki Kaisha
SENERCO
Seram Societa per Azioni (S.p.A.)

Sierra Leone Petroleum Refining Company Limited, The
Smokey River Coal Limited
Smokey River Investments Limited
Sociedad Calle 67, Ltda.
Sociedade Portugal Marracos SARL
Societa Italana per l'Oleodotto Transalpino, S.p.A.
Societe Africaine de Farrinage
Societe Alfred Ott & Cie
Societe Belge de Transport par Pipeline S.A.
Societe Camerounaise des Depots Petroliers (S.C.D.P.)
Societe Camerounaise Equatoriale De Fabrication De Lubrifiants "S.C.E.F.L."
Societe Civile de Mustapha
Societe Civile Immobiliere Courcelles-Etoile
Societe Civile Immobiliere de Construction de 34 Avenue du General Leclerc a Boissy-St-Leger
Societe Civile Immobiliere de Construction "La Residence Brune"
Societe Civile Immobiliere du 10 Bd. de la Republique A La Garenne-Colombes
Societe Civile Immobiliere Kleber-Etoile
Societe Civile Immobiliere La Fontaine Saint Lucien
Societe Civile Immobiliere Mobil
Societe Dahomeenne d'Entreposage de Produits Petroliers
Societe d'Armement Fluvial et Maritime "SOFLUMAR"
Societe de Construction & de Gestion CB 12
Societe de Distribution Castelroussine (SODICA)
Societe de Gaz D'Oceanic (SOGADOC)
Societe de Gestion des Stocks Petroliers de Cote D'Ivorie
Societe de Manutention de Carburants Aviation (S.M.C.A.)

Societe de Manutention de Carburants Aviation Dakar-Yoff
Societe de Manutention de Carburants Aviation de Tahiti (SOMCAT)
Societe de Maperialx d'Etancheite Pour Le Entreprises (Meple)
Societe d'Entreposage de Bobo-Dioulasso (S.E.B.)
Societe d'Entreposage d'Hydrocarbures de Bingo (SEHBI)
Societe d'Entreposage de San Pedro (SESP)
Societe d'Entreposage Petrolier au Burundi
Societe d'Habitations a Loyer Modere de la Seine Maritime
Societe des Bitumes et Cut-Backs du Cameroun
Societe Des Huiles Lemahieu
Societe de Pipe-Line Sud-Europeen
Societe Francaise Stoner-Mudge
Societe Gabonaise d'Entroposage de Produits Petroliers
Societe Gabonaise de Raffinage
Societe Industrielle des Asphaltes et Petroles de Lattaquie (Syrie) S.A.
Societe Jean Roussel S.A.
Societe Ivoirienne de Fabrication de Lubrifiants (S.I.F.A.L.)
Societe Ivoirienne de Raffinage
Societe Mauritanienne d'Entreposage de Produits Petroliers
Societe Malienne D'Entreposage (SME)
Societe Nationale de Raffinage (Sonara)
Societe Nouvelle pour l'Epuration des Huiles de Transformateurs--Septra
Societe Pizo De Formulation De Lubrifiants (PIZOLUB)
Societe Tahitienne de Depots Petroliers
Societe Tchadienne D'Entreposage de Produits Petroliers
Societe Togolaise d'Entreposage (STE)
Sonarep (South Africa) (Proprietary) Limited

SONEX
South African Oil Refinery (Proprietary) Limited
South Saskatchewan Pipe Line Company
South West Africa Road Binders (Proprietary) Limited
Strafjord Transport A.S.
Sydney Metropolitan Pipeline Pty. Ltd.
Syria Petroleum Company Limited
T.R. Miller Mill Company, Inc.
Tanklagergesellschaft Koln-Bonn
Tecklenburg GmbH
Tecklenburg GmbH & Co. Energiebedarf K.G.
Texoma Pipe Line Company
Thailand Lubricant Products Limited
Thailand Solvent Products, Ltd.
Thums Long Beach Company
T.M. Duche Co., Inc.
Toa Nenryo Kogyo Kabushiki Kaisha
Tohko Plastics Co., Ltd.
Tonen Energy International Corp.
Tonen Maintenance Kabushiki Kaisha
Tonen Sekiyu Kaguka Kabushiki Kaisha
Tonen Tanker Kabushiki Kaisha
Tonen Technology Kabushiki Kaisha
Total Centrafricaine de Gestion (TOCAGES)
Toyoshina Film Co., Ltd.
Tradewind Maritime Co., S.A.
Transalpine Finance Holdings S.A.
Transalpine Oelleitung in Oesterreich Gesellschaft m.b.H.
Trans-Arabian Pipe Line Company
Transgas Umschlags-Lager-Und Transport Gesellschaft MbH
Turkish Petroleum Company Limited
Twifo Oil Plantations Ltd.
UBAG Unterflur Betankungsanlage Flughafen Zurich
Union Grafica, S.A.
United Kingdom Oil Pipelines Limited

W.A.G. Pipeline Pty. Ltd.
Wako Kasei Kabushiki Kaisha
Wakohjushi Kabusiki Kaisha
Walton, Gatwick Pipeline Company Limited
Werner Weiderman Mineraloelvertrieb G.m.b.H.
Western Platinum Ltd.
West Shore Pipe Line Company
Wilhelm Mertl GmbH & Co. KG
Wolverine Pipe Line Company
WSG, Warmservice GmbH
Wyco Pipe Line Company
Wymondham Oil Storage Co., Limited
Zaire Mobil Oil
Zaire Services Des Entreprises Petrolieres